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PRESIDENT'S CERTIFICATE

I, Bassam Barazi, President of the Lakes of Bella Terra Community Association, Inc., a Texas non-profit corporation (the "Association"), hereby certify that the attached document is an original or true and correct copy of the First Amendment to By-Laws of Lakes of Bella Terra Community Association, Inc.

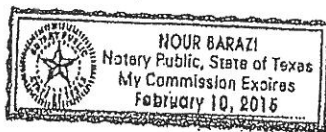
LAKES OF BELLA TERRA COMMUNITY
ASSOCIATION, INC., a Texas non-profit
corporation

By:

Bassam Barazi
Bassam Barazi, President

THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

This instrument was acknowledged before me on the 24th day of September, 2013, by Bassam Barazi, President of Lakes of Bella Terra Community Association, Inc., a Texas non-profit corporation, on behalf of said corporation.



HOUR BARAZI
Notary Public

AFTER RECORDING, RETURN TO:

Mark K. Knop
Hoover Slovacek, LLP
5847 San Felipe, Suite 2200
Houston, Texas 77057
File No. 122493-53

**FIRST AMENDMENT TO BY-LAWS OF
LAKES OF BELLA TERRA COMMUNITY ASSOCIATION, INC.**

Effective January 18, 2007

WHEREAS, LAKES OF BELLA TERRA COMMUNITY ASSOCIATION, INC., a Texas non-profit corporation (the "Association") has adopted By-Laws of the Association (the "By-Laws"); and

WHEREAS, Article VI, Section 6.7(a) of the By-Laws provides that the By-Laws may be amended at any meeting of the Board of Directors of the Association (the "Board") at which a quorum is present, by the affirmative vote of a majority of the directors present at such meeting; and

WHEREAS, a majority of the members of the Board desire to amend the By-Laws as described hereinbelow; and

WHEREAS, the Board held a meeting on September 24, 2013 (the "Adoption Meeting"), at which a majority of the members of the Board were present and duly passed the resolution described hereinbelow.

NOW, THEREFORE, in consideration of the recitals set forth above, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned, being a majority of the members of the Board and present at the Adoption Meeting, hereby consent to and do hereby amend the By-Laws effective January 18, 2007, as set forth hereinbelow, to-wit:

RESOLVED: That Article II, Section 2.3 of the By-Laws is amended to read as follows:

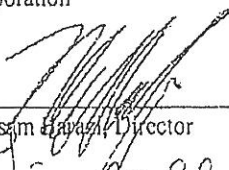
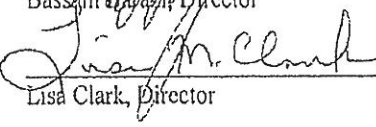
2.3 Annual Meetings. An annual meeting of the Members shall be held at the principal office of the Association or at such other place as may be designated in writing by the Board of Directors, at 7:00 p.m. on a date designated by the Board of Directors any day in September. Prior to the Conversion Date, the annual meeting of the Members shall be for informational purposes only. After the Conversion Date, the purpose of the annual meetings shall be to elect directors and for the transaction of such other business as may come before the meeting.

RESOLVED: That Article III, Section 3.3 of the By-Laws is amended to read as follows:

3.3 Number: Qualification: Election: Term. The Board of Directors shall initially consist of three (3) persons who need not be Members and the Directors shall be

appointed by the Class B Member until September 24, 2013. Notwithstanding the terms and provisions contained in Article III, Section 3.4 hereof, beginning on September 24, 2013, the number of Directors shall increase to five (5) persons who need not be Members and such Directors shall be appointed by the Class B Member until the Conversion Date. After the Conversion Date, the Board of Directors shall be elected by the Class A Members and shall consist of five (5) persons who all shall be Members. Two (2) Directors shall serve for one (1) year terms each ("Class 1 Directors"), one (1) Director shall serve for a two (2) year term ("Class 2 Director") and two (2) Directors shall serve for three (3) year terms each ("Class 3 Directors"). After the Conversion Date, the Directors shall be elected by the Class A Members at the annual meeting of the Members, except the initial five (5) Member Board of Directors elected by the Class A Members shall be elected on the Conversion Date or as soon thereafter as a special meeting of Members may be called.

LAKES OF BELLA TERRA COMMUNITY
ASSOCIATION, INC., a Texas non-profit
corporation


Bassam H. Haddad, Director
Lisa Clark, Director